LANCASTER COLONY CORP

Form 4

March 07, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16. Form 4 or

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

See Instruction 1(b).

Form 5

obligations

may continue.

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading ROSA BRUCE L Issuer Symbol LANCASTER COLONY CORP (Check all applicable) [LANC] (Middle) (Last) (First) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) T. MARZETTI COMPANY, P. O. 03/07/2014 Vice President BOX 29163 (Street) 4. If Amendment, Date Original Applicable Line)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

OMB APPROVAL

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

X Form filed by One Reporting Person Form filed by More than One Reporting

COLUMBUS, OH 43229

(City)	(State)	(Zip) Tabl	le I - Non-I	Derivative	Secu	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Secur on(A) or D (Instr. 3,	(A)	ed of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock							50,840	I	By Trust
Common Stock							12,295.453 (1)	I	By ESOP
Common Stock							1,020.435 (2)	I	By 401(k) Plan
Common Stock	03/06/2014	03/06/2014	M	1,923	A	\$ 0 (3)	12,962	D	
Common Stock	03/06/2014	03/06/2014	F	624	D	\$ 93.91	12,338	D	

Edgar Filing: LANCASTER COLONY CORP - Form 4

Common Stock	03/06/2014	03/06/2014	M	1,464	A	<u>(4)</u>	13,802	D
Common Stock	03/06/2014	03/06/2014	F	475	D	\$ 93.91	13,327	D
Common Stock	03/06/2014	03/06/2014	M	1,281	A	<u>(5)</u>	14,608	D
Common Stock	03/06/2014	03/06/2014	F	415	D	\$ 93.91	14,193	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of actionDerivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An Underlying Se (Instr. 3 and 4)
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
Stock Appreciation Right	\$ 57.78	02/22/2011		A	5,000		02/22/2012	02/22/2016	Common Stock
Stock Appreciation Right	\$ 68.12	02/21/2012		A	10,667		02/21/2013	02/21/2017	Common Stock
Stock Appreciation Right	\$ 72.67	02/26/2013		A	17,000		02/26/2014	02/26/2018	Common Stock
Stock Appreciation Right	\$ 89.29	02/25/2014		A	14,400		02/25/2015	02/25/2019	Common Stock
Stock Appreciation Right (3)	\$ 57.78	03/06/2014	03/06/2014	M		5,000	02/22/2014	02/22/2016	Common Stock
Stock Appreciation Right (4)	\$ 68.12	03/06/2014	03/06/2014	M		5,333	02/21/2014	02/21/2017	Common Stock

Edgar Filing: LANCASTER COLONY CORP - Form 4

Stock

Common 5,666 02/26/2014 02/26/2018 Appreciation 03/06/2014 \$ 72.67 03/06/2014 M Stock

Right (5)

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

ROSA BRUCE L

T. MARZETTI COMPANY P.O. BOX 29163

Vice President

COLUMBUS, OH 43229

Signatures

Patricia A. Schnieder, POA for Bruce L. Rosa

03/07/2014

**Signature of Reporting Person Date

Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Reflects ESOP allocations that had occurred as of 6/30/13.
- Shares contributed by Lancaster Colony Corporation as a matching contribution under Lancaster Colony Corporation's 401(k) Plan as of **(2)** 6/30/13.
- Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$93.91 and base price of \$57.78
- Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$93.91 and base **(4)** price of \$68.12
- Each Stock Appreciation Right represents the right to receive shares representing the spread between market price of \$93.91 and base price of \$72.67

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 3